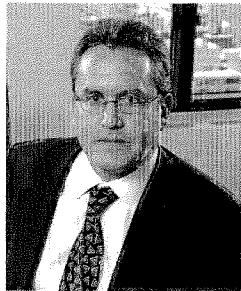


# **EXHIBIT "D"**



## Andrew I. Silfen

Partner  
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### Practice Teams

Bankruptcy and Financial Restructuring  
Litigation

### Areas of Focus

Financial Restructuring  
Bankruptcy Litigation

### Practice Areas

Andrew Silfen, a partner of Arent Fox, serves as chair of the bankruptcy and financial restructuring group. He has extensive experience in all aspects of financial restructuring, distressed situations and bankruptcy issues. Andrew has a renowned practice representing creditors committees, indenture trustees, noteholders, bondholders, lenders and secured creditors in bankruptcy proceedings, as well as acquirors of and investors in troubled, distressed and bankrupt companies. Andrew has extensive experience representing strategic and control investors. His practice also includes counseling companies' boards of directors and management on insolvency matters, crisis management and financial and operational restructurings. Andrew has played a prominent role in large and small restructurings and bankruptcies throughout the United States, and his broad-based practice and experience has enabled him to devise unique and innovative solutions to complex matters.

### Client Work

Andrew's recent matters have included:

- Representation of creditors' committees in high-profile bankruptcy proceedings in such industries as manufacturing; automotive; telecommunications and integrated communications providers; e-commerce, internet and technology; sub-prime lending; marketing; health care; life sciences; national restaurant chains and franchises; energy; and hotel and hospitality
- Representation of an indenture trustee in ATA Airlines, Plainwell Inc., Dana Corporation, R.H. Donnelley Corp., Simmons Company, Washington Mutual Inc., Fremont General Corporation, Propex, Inc. Pliant Corporation, TOUSA, Inc., HomeBanc Corp., Portrait Corporation of America Inc., Vesta Insurance Group Inc., United Air Lines, Maxxim Medical and Lodgian Inc. bankruptcy proceedings
- Representation of bondholders in Exide bankruptcy proceedings
- Representation of sellers and purchasers of debt and equity positions of troubled, distressed and bankrupt business entities and acquirors and purchasers of assets of insolvent and bankrupt entities in such industries as metals manufacturing; telecommunications; cosmetics manufacturing; e-commerce and technology; and hospitality
- Representation of lenders, secured creditors, equity holders, venture capitalists, and investors in out-of-court workouts, in-court and non-judicial reorganizations and restructurings and bankruptcy proceedings, as well as bankruptcy-related litigation in such industries as retail; wholesale; manufacturing; airlines; real estate; health care; e-commerce; technology and telecommunication; metals; publishing and media; and hospitality, resort and hotel

- Representation of debtor-in-possession lenders in bankruptcy proceedings in such industries as retail; manufacturing; health care; restaurant chains; hotel and hospitality
- Representation of lenders and acquirors in real estate restructurings, workouts and foreclosures involving commercial properties, residential apartment and mixed-use buildings, hotels and resorts, golf courses, marinas, hospitals, condominium projects and undeveloped land
- Advising financially healthy companies on implementing changes in their capital structure to enhance enterprise value
- Representation of court-appointed fiduciaries such as creditor trustees, liquidation trustees and plan administrators

#### **Professional Activities**

Andrew is a trustee of the executive committee of the board of trustees, and officer of the New York Institute of Credit. He is also a member of the board of directors and an officer of the Association of Insolvency and Restructuring Advisors, which has a membership of 2,600; he was only the second lawyer to be selected to the board at that time. Andrew is chair of the Advanced Financial Restructuring and Plan of Reorganization Conference held annually in New York. He also serves on two subcommittees for the American Bar Association: the Subcommittee on Indentures and Bankruptcy and the Subcommittee on Bankruptcy Committees. Andrew also is a member of the Turnaround Management Association.

#### **Publications/Presentations/Recognitions**

Andrew has lectured frequently on current restructuring and bankruptcy issues. He has also contributed to various publications and seminar materials on various restructuring and bankruptcy topics. His recent published works include:

- "Section 1102 Adds Uncertainty to Creditors and Equity Committees," *Bankruptcy Court Decisions*, Weekly News & Comment; Sept. 13, 2005, co-authored with Heike M. Vogel
- "BABCRA Provisions Impact Committees from Multiple Angles," *Bankruptcy Court Decisions*, Weekly News & Comment; Sept. 27, 2005, co-authored with Heike M. Vogel
- "The BABCRA: Provisions Affecting Official Committees of Unsecured Creditors and their Membership," *Bankruptcy Reform 2005: Expert Analyses Examining & Predicting the Impact on the Commercial Practitioner*, LRP Publications; 2005, co-authored with Heike M. Vogel
- "Who is Your Client? Counseling the Officers and Directors When You Represent the Debtor," ABI Spring Conference; May 2005
- "Reallocation Plans and Unlocking Value For Unsecured Creditors," Plan of Reorganization Conference, Association of Insolvency and Restructuring Advisors; 2004
- "Equity Investing in Distressed and Troubled Companies," 20th Annual Restructuring Conference, Association of Insolvency and Restructuring Advisors; 2004
- "Sharing A Piece of the Bankruptcy Pie: Asset and Plan Distribution Reallocation," Winter Leadership Conference Educational Materials, American Bankruptcy Institute; 2003

- “Creativity and § 1129 (a): Confirmation of Administratively Insolvent Debtor,” *ABI Journal*; September 2003
- “The Role of Examiner, 19th Annual Restructuring Conference,” Association of Insolvency and Restructuring Advisors; 2003
- “Fighting for Paper: Secured Lenders’ Interests in Leases and Encumbered Property,” The Nassau Academy of Law Annual Bankruptcy Update, Nassau Academy of Law; 2003
- “Deconstructing Timbers-Application of Adequate Protection Payments,” Winter Leadership Conference Educational Materials, American Bankruptcy Institute; 2000
- “Non-Debtor Releases for Plan Funders, Investors and Other Contributors to a Reorganization, Cracking the Code - A Newsletter of Insolvency Issues,” American Bankruptcy Institute; 2000

**Bar and Court Admissions**

New Jersey Bar

New York Bar

US District Court, District of New Jersey

US District Court, Eastern District of New York

US District Court, Northern District of New York

US District Court, Southern District of New York

**Education**

New York University School of Law, LLM (corporate), 1994

Brooklyn Law School, JD, Moot Court Honor Society, 1986

Brandeis University, BA (cum laude), 1983



## Schuyler G. Carroll

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### Practice Teams

Bankruptcy and Financial Restructuring

### Areas of Focus

Financial Restructuring  
Bankruptcy Litigation

### Practice Areas

Schuyler Carroll is a partner in the Bankruptcy and Financial Restructuring Group. Schuyler's practice focuses on complex restructuring, transaction, litigation and advisory work, in which he uses his experience to develop solutions that will protect or maximize his client's position. He has represented a wide variety of debtors, committees, creditors, bondholders, indenture trustees, trustees, landlords, investors and purchasers in Chapter 11 and 7 bankruptcy proceedings, out of court workouts and non-judicial reorganizations and restructurings in such industries as financial services, real estate, health care, manufacturing, e commerce, technology and telecommunication and resort, hotel and hospitality.

### Client Work

Schuyler has often succeeded in devising unique solutions to complex bankruptcy reorganization and liquidation matters, including the following:

- Schuyler represents the Creditors' Committee in the Chapter 11 cases of Impath Inc., *et al.* in which all unsecured creditors were paid in full, plus interest, in cash before a plan of reorganization was confirmed or a disclosure statement was approved. In this unprecedented case, he was successful in devising a unique solution to a complex case, which allowed his clients to be paid long before other parties.
- In representing the Creditors' Committee in the liquidating Chapter 11 case of Metiom Inc., Schuyler was successful first, in defeating an expensive and ill-conceived KERP motion and, later, in ousting management and transferring control of the liquidation to the committee. He then guided the committee's use of a combination of preference, fraudulent transfer and state law breach of contract remedies against one of the world's largest software manufacturers to obtain the withdrawal of its claim, which dwarfed the total of all other claims. The committee's efforts resulted in the reduction of the total claims against the estate to only 8 percent of the total originally filed. Schuyler also prevailed at the summary judgment stage in litigation before the Bankruptcy Court against the Debtor's former C.E.O. on a promissory note and substantial alleged offsets and counter-claims. Although several significant obstacles remain before this case will be concluded, creditors recently received a significant second distribution and additional distributions are expected.
- After the board of TruMarkets Inc., a start-up that ran out of money and accumulated substantial debt before bringing its bond trading software platform to market, voted to file a Chapter 7 liquidation, Schuyler was asked to represent the company. After persuading the board to seek a strategic purchaser rather than pursue liquidation, he was successful in completing a multimillion-dollar sale transaction with a joint venture formed by Lehman Brothers, CSFB, Salomon Brothers and Bear Stearns. He was also successful in obtaining dismissal of an involuntary petition filed against the company by several dissident creditors, permitting payment in full to nearly all

creditors and permitting equity to retain a substantial percentage of the new joint venture.

- In an out-of-court restructuring of a large Long Island City jewelry manufacturer, Schuyler was successful in taking the company from the brink of bankruptcy through two refinancings and restructures, to the point where the company could grow and repay its creditors while preserving the equity holders' investment.

Schuyler has represented committees, debtors and creditors in such major bankruptcy cases as *In re Planet Hollywood International Inc.*; *In re Impath Inc.*; *In re Insilco Technologies Inc.*; *In re Metiom Inc.*; *In re Winstar Communications Inc.*; *In re 47th Street Photo Inc.*; *In re Caldors*; *In re United Artists Theatres Inc.*; *In re Moe Ginsburg Inc.*; and *In re H. Park Central LLC*.

He is particularly skilled in counseling parties on potential bankruptcy issues related to non-bankruptcy transactions, such as securitized lending arrangements, and mergers and acquisitions. Schuyler regularly issues opinion letters to issuers, underwriters and servicers of securitized debt and on behalf of borrowers and acquirers related to bankruptcy issues, including substantive consolidation, true sale and others. He also often represents buyers and sellers of distressed debt and equity and has extensive experience in representing acquirers of assets of insolvent and bankrupt companies.

Schuyler has extensive experience in enforcement of creditors' rights, and creditors' rights state and federal court litigation, including fraud claims, loan recovery and collection actions, fraudulent conveyance actions, foreclosures and replevin actions, enforcement proceedings, reclamation and other actions under the Uniform Commercial Code, loan participation and syndication actions, defense of lender liability, and usury and fraud claims.

#### **Professional Activities**

Schuyler is a member of the American Bankruptcy Institute and participates on several committees including the Unsecured Trade Creditors, HealthCare, Real Estate and Business Reorganization committees. Schuyler is also a member of the Bench-Bar Bankruptcy Council of the American Bar Association.

#### **Publications/Presentations/Recognitions**

Schuyler is a frequent speaker on bankruptcy issues and has published several articles, including the following:

- Interviewed by BBC World News, "Chrysler Creditors Attempt to Block Bankruptcy Deal," May 6, 2009. View transcript and video.
- "Understanding Buyer and Seller Concerns for Transactions Involving Distressed Businesses," Buying and Selling Distressed Businesses, Inside The Minds; 2009 co-authored with Ronni Arnold
- "Press Briefing on GM Bankruptcy," American Bankruptcy Institute, June 2009
- "ABI's New Bankruptcy Town Hall Web Site Features Debate Over U.S. Automakers," American Bankruptcy Institute, January 2009
- "Claims Trading After Enron - Liquidity Risks: Should You Still Be Comfortable Selling Your Claims?," Credit Research Foundation's Credit & Accounts Receivable Open Forum; October 2007
- "Hedge Funds and Private Equity: Lending and Investing in Distressed Companies," New Jersey Society of Certified Public Accountants; July 2007

- "Ethics: Conflicts, Connections and Disclosures – Getting Paid and How to Make Sure that You Keep Your Fees," 23rd Annual Bankruptcy and Restructuring Conference; June 2007
- "Controlling Your Destiny - Protecting Your Interests from Demanding Debtors," *The Credit and Financial Management Review*; second quarter 2007 (Vol. 13, No. 2), co-authored with Jeffrey N. Rothleider
- "The Subprime Market: Looking to the Future," Arent Fox seminar; June 2007
- "Reclamation Rights in Bankruptcy: What Every Credit Manager Needs to Know," *The Credit and Financial Management Review*; first quarter, 2007 (Vol. 13, No. 1), co-authored with George Angelich
- "Setoff and Recoupment in Bankruptcy: A Primer for Credit Managers," *The Credit and Financial Management Review*; fourth quarter, 2006 (Vol. 12, No. 4), co-authored with Jeffrey Vanacore
- "2005 Health Care Amendments to the U.S. Bankruptcy Code: Patient Protection; Medicare Leverage and Who Pays?," chapter in *Bankruptcy Reform 2005*, LRP Publications; 2005, co-authored with George P. Angelich
- "SPE Structure Survives Substantive Consolidation, But What Does It Mean For SPE Structures In General?," *The Real Estate Finance Journal*; Spring, 2004
- "Bankruptcy After a Leveraged Buyout: May Creditors Get Paid Through Avoidance," *St. John's Law Review*; Spring, 1991
- "United States v. Regan," *Federal Case Review*; Fall, 1989
- "Florida v. Wells," *Federal Case Review*; Fall, 1990
- "DNA Fingerprinting," *J. Walter McKenna Public Forum*; Spring, 1990
- Collaboration: Book Review, by Joseph T. McLaughlin: Horacio A. Grigera Naon, *Choice-of-Law-Problems in International Commercial Arbitration*, Fordham International Law Journal; 1993 (Vol. 16, No.1)

#### **Bar and Court Admissions**

New York Bar

US District Court, Eastern District of New York

US District Court, Northern District of New York

US District Court, Southern District of New York

US District Court, Western District of New York

#### **Education**

St. John's University School of Law, JD (cum laude; dean's list), 1992

- Law Review

SUNY Binghamton, BA, 1988



## Mette H. Kurth

Partner

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### Practice Teams

Bankruptcy and Financial Restructuring

### Practice Areas

Mette Kurth is a partner in the Bankruptcy and Financial Restructuring Group. Mette's practice focuses on all aspects of financial restructuring, distressed situations, and bankruptcy issues, and she uses her experience to develop pragmatic and creative solutions to protect her client's interests. Mette has represented a variety of creditors' committees, debtors, unsecured creditors, acquirers of bankrupt companies, and trustees both in out-of-court workouts and in federal bankruptcy cases. She also regularly represents other parties in bankruptcy-related litigation and handles other insolvency-related matters such as counseling indenture trustees or boards of directors. She has represented parties in numerous industries, including retail, manufacturing and distribution, imports, healthcare, fitness, financial services, real estate, agriculture, transportation, telecommunications, and multi-level marketing.

### Client Work

Mette's representative work includes:

- Represented the official creditors' committee of a regional fitness club in connection with the debtor's efforts to sell its business; successfully opposed the debtor's proposal to sell the company to an insider, accompanied by significant contracts and releases, and instead secured the approval of the highest and best bidder for the debtor's assets, as selected by the committee, over the objection of the debtor and the unsuccessful insider
- Represented the official creditors' committee of a major apparel retailer in connection with the debtor's efforts to reorganize or sell its business; successfully opposed the debtor's proposal to sell the debtor's assets to an insider without the benefit of an investment banker, and ultimately secured the approval of the sale of the debtor's assets to a strategic buyer, a publicly traded company, for value in excess of that offered by the debtor's proposed insider transaction
- Successfully represented numerous publicly-traded and privately held debtors in all aspects of their Chapter 11 reorganizations, including a multi-level marketing organization that emerged from bankruptcy in less than eight months; a debtor filing a pre-packaged plan of reorganization in California; numerous debtors using the chapter 11 process to conduct orderly going-concern sales, and a debtor that obtained a 105 injunction staying litigation against key management and shareholders to facilitate its reorganization efforts
- Successfully represented various companies in out-of-court workouts including a publicly traded, national retailer negotiating numerous lease modification and termination agreements that enabled the retailer to avoid a bankruptcy
- Advised financially healthy companies with respect to bankruptcy-related matters such as the risks associated with potential defaults or bankruptcies by third parties such as vendors, customers and landlords; minimizing preference and credit-risk

exposure when dealing with financially distressed business; resolving preference litigation and advising companies regarding the use of complex financial tools such as account receivable put option contracts designed to minimize the credit risk

- Represented one of the largest commercial banks in the country in its capacity as Indenture Trustee on behalf of holders of over \$2 billion in principal amount of senior notes in connection with two separate chapter 11 cases, one in the telecommunications industry and the other in the airline industry

### **Professional Activities**

Mette's professional affiliations include:

- Turnaround Management Association  
*National Board of Directors (2009-Present)*  
*National Standards Committee for Certified Turnaround Professionals (2008-2009)*  
*President, Southern California chapter (2006-2008)*  
*Program Chairman, Southern California chapter (2004-2006)*
- California Bankruptcy Forum, Conference Co-Chairman (2009)
- Los Angeles Bankruptcy Forum  
*Secretary (2007-2008)*  
*Board of Directors (2005-2007)*
- Financial Lawyers Conference  
*Board of Governors (2005-2007)*
- American Bankruptcy Institute
- American Bar Association, Business Law Section
- Los Angeles County Bar Association
- State Bar of California, Business Law Section
- International Women's Insolvency & Restructuring Confederation (IWIRC)

### **Publications/Presentations/Recognitions**

"Best Lawyers in America" recently selected Mette for inclusion in its 2009 rankings and she has been recognized by *Los Angeles Magazine* as a Southern California Super Lawyer in 2009 in Bankruptcy & Creditor/Debtor Rights. She was previously selected by *Los Angeles Magazine* as a Rising Star in 2005, 2006 and 2008. Under Mette's leadership, the Southern California chapter of the Turnaround Management Association was recognized as "The Most Improved Chapter of the Year" for 2007.

Mette has spoken on numerous panels regarding insolvency-related topics, including the following:

- Strafford Teleconference, *Prepackaged and Prenegotiated Chapter 11 Reorganizations*, June 2009
- Association for Corporate Growth Los Angeles Restructuring Panel, *Strategic Options in Today's Difficult Economy*, April 2009
- Association of Insolvency and Restructuring Advisors, *Valcon 2009: Risk, Restructurings, Real Estate and Retail*, February 2009

- Webinar, *Structuring & Completing Distressed Transactions in California: What Investors and Lenders Need to Know*, November 2006
- American Bar Association, *Whose Case is it Anyway? Taking Control Through a Creditor Plan of Reorganization*, 2006 Spring Meeting
- Los Angeles Bankruptcy Forum, *Current Developments in Ethics & Professional Responsibility: How Does BAPCPA Affect You as Counsel*, December 2005
- Beverly Hills Bar Association, *Bankruptcy: That Arbitration Clause May Not Be As Ironclad As You Think!*, November 2004
- American Bar Association - Telephonic CLE Program, *First Among Equals? Maybe Not -The Search for "Critical Vendor" Status*, October 2004
- California Society of CPAs (Economic Damages Section), *Damage Issues in Deepening Insolvency Litigation*, September 2004
- Los Angeles Bankruptcy Forum, *Survey of the Ninth Circuit 2003: Highlights from the Bench, Bar, and Boardroom*, March 2004
- Turnaround Management Association, *When Vendors Attack: Trade Benefit Programs in the Aftermath of Kmart*, January 2004
- Financial Lawyers Conference, *Is It Malpractice to File Chapter 11 in Delaware? (A Discussion of the Differences in Case Law and Approach Among the More Popular Venues for Chapter 11 Filings)*, January 2003

Mette's articles and publications include:

- "Ride-through Revisited (Again) - The Strategic Use of the Ride-through Doctrine in the Post -Catapult Era," *The American Bankruptcy Institute Journal*, July 18, 2005
- "The UNCITRAL Model Law on Cross-Border Insolvency Gains Momentum with its Incorporation into the United States Bankruptcy Code," *INSOL World* (Third Quarter 2005)
- "List of Defendants Grows in Deepening Insolvency Cases: Advisors, Investment Bankers, and Lenders Are All at Risk," *The Journal of Corporate Renewal* (January 2005)
- "First Among Equals? Maybe Not - The Search for 'Critical Vendor' Status," *Business Law Today* (October 2004)
- "Professor Elizabeth Warren's Article 9 Carve-Out Proposal: A Strategic Analysis," 30 UCC Law Journal 3 (Summer 1997), co-author
- "An Unstoppable Mandate and an Immovable Policy: The Arbitration Act and the Bankruptcy Code Collide," 43 UCLA Law Review 999 (1996), co-author

#### **Bar and Court Admissions**

California Bar

#### **Education**

University of California, Los Angeles, JD, (Order of the Coif; Chief Articles Editor, UCLA Law Review), 1996

Trinity University, BA (cum laude, with University Honors; Phi Beta Kappa), 1990

### **Life Beyond the Law**

Mette is a member of the resource board for the Sojourn Shelter, the second-oldest shelter-based service provider in the state of California, which provides battered women and their children a safe space to regroup, rebuild, and reestablish their self-esteem and lives.



## Carol Connor Cohen

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### Practice Teams

ERISA  
Bankruptcy and Financial Restructuring  
Litigation  
Labor and Employment

### Areas of Focus

ERISA Litigation  
Employee Benefits in Bankruptcy  
Bankruptcy Litigation  
Employment Litigation

### Practice Areas

A partner in the firm's litigation department, Carol Connor Cohen concentrates on ERISA and employee benefits litigation, bankruptcy litigation, and employment litigation. Carol defends employers, fiduciaries and employee benefit plans in ERISA litigation involving claims with respect to defined benefit plans, including cash balance pension plans and claims of breach of fiduciary duty with respect to 401(k) plans and ESOPs.

In the bankruptcy area, Carol represents debtors, official committees of unsecured creditors, secured creditors and indenture trustees, focusing particularly on the intersections between bankruptcy and employee benefits law and between bankruptcy and labor and employment law. She also defends employers in employment litigation, primarily discrimination and sexual harassment matters, and has handled a large number of appeals in the state and federal appeals courts and the US Supreme Court.

### Client Work

As chair of the firm's ERISA litigation practice, Carol has defended several major employers in class action challenges to their cash balance pension plans and won significant, precedent-setting victories in *Tootle v. ARINC Incorporated*, *Drutis v. Rand McNally, Inc.*, and *Walker v. Monsanto Company*. The courts in these cases rejected claims that cash balance pension plans discriminate on the basis of age in violation of ERISA. Carol also defends employers and fiduciaries in cases alleging breaches of fiduciary duty with respect to, for example, plan investments in employer stock and guaranteed investment contracts of failed insurance companies, and represents sponsors of ESOPs in both litigation and administrative investigations. She has represented numerous employers in negotiations and litigation with the Pension Benefit Guaranty Corporation (PBGC), both in and out of bankruptcy, and has represented both plans and employers in actions for withdrawal liability under ERISA.

Carol also handles non-ERISA matters in the bankruptcy area. She has litigated a variety of bankruptcy-related matters on behalf of unsecured creditor committees, and represented an indenture trustee in the bankruptcy of *United Air Lines* and a federal agency in the bankruptcy proceedings of *Global Crossing and Cone Mills*. She handled employment and employee benefits issues in the firm's debtor representation of a mattress retailer, represented a group of 350 former pilots of Eastern Airlines in a case stemming from the bankruptcy of Continental Airlines that involved issues under the Bankruptcy Code and the Railway Labor Act, and represented secured creditors in the bankruptcies of *Ameripol Synpol* and *Globe Metallurgical*.

### Previous Work

Carol rejoined the firm in 1995 after eight years at PBGC, the last six as general counsel. During her tenure at PBGC, Carol supervised approximately 80 attorneys who handled more

than 700 cases in the federal courts involving Titles I and IV of ERISA, the Internal Revenue Code, bankruptcy, administrative law, and labor law. She represented PBGC as a party or amicus in nearly a dozen cases in the US Supreme Court and argued before the Court twice, in *PBGC v. LTV Corp.* and *Concrete Pipe & Products of California, Inc. v. Construction Laborers Pension Trust*. Her victory in *LTV* established new law under ERISA, the Bankruptcy Code and the Administrative Procedures Act.

A significant portion of Carol's work at PBGC involved bankruptcy proceedings. She was lead counsel on behalf of the agency in the bankruptcy proceedings of, for example, LTV Steel, Wheeling-Pittsburgh Steel, CF&I Steel, TWA, Pan Am, Eastern Airlines and Continental Airlines. Her role included numerous court appearances and arguments, representing PBGC as a member of the official committee of unsecured creditors, negotiating and litigating claims of 500 million to several billion dollars in each case, and negotiating and memorializing comprehensive multiparty settlements and plans of reorganization involving a variety of complex debt instruments and equity.

#### **Professional Activities**

Carol is a member of the Labor Law Advisory Committee of the National Chamber Litigation Center of the Chamber of Commerce of the United States, a Charter Fellow of the American College of Employee Benefits Counsel, and a member of the ABA Labor Section Employee Benefits Committee.

#### **Publications/Presentations/Recognitions**

Carol is a contributing editor to *Norton Bankruptcy Law and Practice*, writing on labor and pension issues in bankruptcy. She was co-editor of the American Bankruptcy Institute's Pension Manual, published in 2006. Carol is a frequent lecturer at conferences and seminars on ERISA, bankruptcy and employment law topics. For each of the past four years she has been selected by her peers to be included in *The Best Lawyers in America* and was named a Washington, DC, Super Lawyer.

Carol is a member of the firm's Executive Committee and chairs the firm's Technology Committee.

#### **Bar and Court Admissions**

Ohio Bar

District of Columbia Bar

Supreme Court of the United States

US Court of Appeals, District of Columbia Circuit

US Court of Appeals, First Circuit

US Court of Appeals, Second Circuit

US Court of Appeals, Third Circuit

US Court of Appeals, Fourth Circuit

US Court of Appeals, Fifth Circuit

US Court of Appeals, Sixth Circuit

US Court of Appeals, Seventh Circuit

US District Court, several

#### **Education**

Indiana University School of Law, JD (summa cum laude, Order of the Coif, Candidacy Editor Indiana Law Journal), 1976

Murray State University, BME (magna cum laude), 1972



## Sanford G. Hausner

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### Practice Teams

Corporate  
Bankruptcy and Financial Restructuring  
International Business

### Areas of Focus

Securities & Corporate Governance  
Mergers & Acquisitions  
Gaming  
Hospitality

### Practice Areas

Sanford G. Hausner is a partner in the corporate and international business groups. His practice focuses on international corporate and securities law, counseling domestic and international clients in connection with their worldwide legal service requirements. He represents clients in a variety of industries including aerospace, gaming, health care, hospitality, real estate and technology.

He has handled transactions in over 40 countries, with an emphasis on the emerging markets.

Sandy provides counsel in various stages of business development, from start ups to initial public offerings. He has advised issuers, underwriters, investors and governments involved in domestic and international public and private debt and equity offerings, mergers and acquisitions, financial restructurings and privatizations.

Sandy works closely with the Firm's Bankruptcy and Financial Restructuring Group on Chapter 11 bankruptcy proceedings and out-of-court restructurings. During his career, Sandy has represented both debtors and creditors (including secured and unsecured creditors and committees) in restructurings, bankruptcy proceedings and out-of-court workouts in a variety of industries.

### Professional Activities

Sandy is a member of the Board of Directors for the National Defense Industry Association, Greater NY/CT Chapter.

### Bar and Court Admissions

New Jersey Bar  
New York Bar  
Texas Bar

### Education

New York University, LLM, 1987  
Brooklyn Law School, JD, 1985  
New York University, Stern School of Business, BS, 1982



## Michael S. Cryan

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Los Angeles  
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### Practice Teams

Bankruptcy and Financial Restructuring  
Intellectual Property  
Litigation

### Areas of Focus

Domestic & International Arbitration  
Complex Commercial Litigation

### Practice Areas

Michael Cryan focuses on complex commercial litigation and domestic and international arbitration. A partner of the firm, he is a member of the litigation, intellectual property, and bankruptcy and financial restructuring practices in the New York office of Arent Fox.

### Client Work

Michael has represented a wide range of clients in matters involving copyright, trademark and patent infringement; intellectual property and trade secret protection; civil and criminal antitrust; securities; construction; products liability; creditor's rights and general business issues. He has represented clients in such fields as banking, finance, franchising, real estate, lodging, insurance, construction, engineering, entertainment, communications, apparel, toys and games, food and beverages, publishing, services, office maintenance, computer software, computer on-line services, health care, energy, defense, automotive and manufacturing. He has also represented secured and unsecured creditors, creditors' committees, noteholders, lenders, issuers and trustees in bankruptcy. In addition, Michael has represented government agencies and corporations at both the state and federal levels.

Michael represented a worldwide systems integration and services company in defense of an action filed by two investment funds that had purchased bonds governed by an indenture and sought immediate payment pursuant to the subordination provision of a separate indenture. He also represented a public benefit corporation in actions by a disappointed bidder alleging claims for breach of contract and violations of the United States Constitution. In another case, Michael represented secured creditors (an apparel supplier and a lender) in an action against a leading department store chain in claims for conversion under the Uniform Commercial Code.

In intellectual property cases, Michael recently represented a major footwear manufacturer in a declaratory judgment action seeking a declaration of non-infringement concerning the alleged claims of a competitor for patent and trademark infringement. He also represented a toy manufacturer in defense of a copyright and trade dress action. Michael represented a foreign publishing company in a trademark infringement and breach of contract action against its United States-based distributor.

In the bankruptcy area, Michael recently represented the creditor trustee in an action for breach of fiduciary duty, aiding and abetting breach of fiduciary duty, deepening insolvency and related claims against former officers and directors, equity holders, investment advisor and lender. He also represented the creditors' committee in proceedings involving lenders' motion for summary judgment against a debtor with respect to the value of real property subject to the threat of condemnation. In another case, Michael represented the creditor trustee in an action against a technology firm in relation to potential claims involving patent and copyright infringement and trade secret misappropriation.

Michael regularly appears before federal and state trial and appellate courts. Michael has also practiced before various administrative agencies, as well as arbitral tribunals in the United States and abroad.

#### **Previous Work**

As an executive at major international public relations firms from 1984 to 1992, Michael counseled Fortune 500 corporations on marketing, investor relations and public affairs.

#### **Professional Activities**

Michael is a member of the American Bar Association, the Association of the Bar of the City of New York and the New York State Bar Association. He has served on the executive committee of the Commercial and Federal Litigation Section of the New York State Bar Association since 1997 and was secretary (1997-1998) and co-chair of the Antitrust Committee (1999-2001).

#### **Publications/Presentations/Recognitions**

Michael's presentations include:

- "Navigating the New World of E-Discovery," Bridgeport CLE: Electronic Discovery in California, Los Angeles, CA; November 6, 2009
- "Civil Litigation," Fordham University School of Law; 2004
- "Expert Evidence," New York State Bar Association; 2000

While at Fordham University School of Law, Michael was a member of the championship team in the 1995 National Moot Court Competition, sponsored by the American College of Trial Lawyers and the Association of the Bar of the City of New York. He received numerous awards for written and oral advocacy, including the 1995 Lawrence J. McKay Advocacy Award from the Fordham Law Alumni Association. Michael also served on the *Fordham Intellectual Property, Entertainment & Media Law Journal*.

#### **Bar and Court Admissions**

District of Columbia Bar

New York Bar

Supreme Court of the United States

US District Court, District of Colorado

US District Court, District of Connecticut

US District Court, Eastern District of New York

US District Court, Northern District of New York

US District Court, Southern District of New York

US District Court, Western District of New York

US Court of Appeals, District of Columbia Circuit

US Court of Appeals, Federal Circuit

US Court of Appeals, Second Circuit

US District Court, District of Columbia

#### **Education**

Fordham University School of Law, JD, 1995

Vassar College, AB (cum laude), 1984



## Aram Ordubegian

Partner

Los Angeles

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### Practice Teams

Bankruptcy and Financial Restructuring

### Practice Areas

Aram Ordubegian is a partner in the bankruptcy and financial restructuring group. Aram's practice and broad-based bankruptcy and insolvency experience focus on reorganization and bankruptcy-related litigation and appellate matters. He has extensive experience with insolvency matters, from various perspectives, including: representation of businesses and high net-worth individuals facing financial distress, purchasers of assets, individual and corporate creditors, creditors' committees, trustees, and parties to out-of-court workout transactions with debtors, before, during and after bankruptcies.

### Client Work

Prior to joining Arent Fox, Aram was a partner in the Los Angeles office of a "bankruptcy boutique" law firm, where he advised businesses in connection with debt restructuring, securitization, trust formation, acquisitions, divestitures and wind-downs in connection with financially distressed assets. He has also advised corporations, limited liability companies and partnerships on creditors' rights, governance and control issues. Representations included:

#### Official Committee of Unsecured Creditors' Committee Representation

Aram represented creditors' committees from a variety of industries, including:

- In re Netter Digital Entertainment, Inc., aided committee in the investigation of suspicious transactions among the insiders of the business
- In re Scour, Inc., was instrumental in sale of business for the ultimate 100 percent distribution to all unsecured creditors
- In re InternetConnect, Inc. and In re Fastpoint Communications, Inc., aided in limiting scope and extent of secured liens and subsequent sale of businesses; acted as lead counsel for recovery of avoidable insider and non-insider preference and fraudulent transfers
- In re Broadcast Store, Inc., aided in confirmation of joint plan of reorganization
- In re Aesthetic Frame & Art Services, Inc., a family run framing company, investigated propriety of financial transactions by insiders of business
- In re Jill Kelly Productions, Inc., obtained reduction of secured lien on assets and sold movie titles at court auction to generate unexpected recovery for unsecured creditors; proposed plan of reorganization after prosecuting various litigation rights, including executory contract assumption and rejection matters
- In re Pull'R Holdings, LLC. and Maasdam Pow'R Pull, Inc., obtained unexpected "carve-out" for unsecured creditors from unsecured secured creditors collateral

#### Individual and Corporate Debtors

Aram has represented a variety of high-income individuals, including business executives and

insiders of insolvent corporations, real estate developers, physicians, and entertainment and sports industry members, in their pre-bankruptcy "workout" negotiations with creditors and in their later Chapter 11 reorganization cases when the "workout" process has failed. The following corporate debtors have recently been represented:

- In re Morpho Technologies, Inc., a technology company with valuable patent and intellectual property assets, which were sold allowing for a near 100 percent distribution to creditors
- In re USA eChambers, a national chamber of commerce business endorsed by the federal government
- In re ABEX, Corporation & ABEX, LLC, a gold bullion exchange business
- In re Universal Unlimited Services, Inc., a provider of skilled medical diagnostic technicians
- In re Xero Mobile, Inc., a mobile solutions start-up company
- In re Citizen Smith, LLC , a popular restaurant and nightclub, general insolvency counsel for debtor-in-possession

#### Bankruptcy Litigation

Aram has bankruptcy litigation experience in a wide array of matters, including assumption and rejection battles for unexpired leases, executory contracts, personal services contracts, preference and fraudulent transfer avoidance and objection to discharge prosecution and defense work.

- In re Amir-Jahed, acted as lead trial counsel for trustee; obtained judgment at trial for avoidance and recovery of transfers of multi-million dollar real property assets
- In re Victor Ortiz, acted as lead trial and appellate counsel for professional boxer; obtained declaratory judgment and injunction rejecting and terminating personal services contract

#### Secured Creditor Representation

Aram has substantial experience representing secured creditors, both senior and junior priority secured creditors, in liquidation and reorganization proceedings. He has represented a national bank in consumer bankruptcy cases to obtain relief from the automatic stay and in reorganization matters for the bank's commercial leasing subsidiary to protect its collateral and related rights. Also, Aram has represented a large regional construction lender with \$18 million at stake in its dispute with various mechanics' lien creditors stemming from a failed senior housing project now in an involuntary bankruptcy case as well as the senior secured creditor in an urban clothing and sports equipment retail business.

#### Insolvency Counseling, Distressed Transaction and "Workouts"

Aram has represented potential debtors and creditors in all stages of pre-bankruptcy, out of court workout transactions, including aiding in the restructuring of corporate capital and debt structures. These engagements have included a large furniture manufacturer, a busy overnight-type courier service, a multistate franchisee of fast food restaurants, and various distressed real estate developers.

#### Bankruptcy Asset Acquisitions

Aram has represented asset purchasers, both "stalking horse" and over-bidders, to aid their purchase of commercial and residential real estate, high-tech assets, corporate shells, and going concern assets from bankruptcy courts across the country. This has included the

documentation of the underlying transaction, participating in contested sale matters, and the presentation of alternative plans of reorganization to implement asset acquisition goals for clients.

#### **Professional Activities**

Aram is the chair of the Appellate Subcommittee of the American Bar Association Litigation Section, Bankruptcy and Insolvency Committee. He is a member of the boards of the Los Angeles Bankruptcy Forum; Los Angeles County Bar Association, Commercial Law and Bankruptcy Section; and the Crescenta Valley Chamber of Commerce. In addition, he is the editor-in-chief of the American Bar Association's *Bankruptcy Litigation Journal* and editor of *California Bankruptcy Journal*.

#### **Publications/Presentations/Recognitions**

Aram has been recognized by *Law & Politics* magazine and *Los Angeles Magazine* as a Southern California Super Lawyer "Rising Star" in bankruptcy and financial restructuring. *Dow Jones Daily Bankruptcy Review* named Aram its "Mover of the Week" in July 2009. *The Wall Street Journal*, the flagship publication of Dow Jones, also published a profile of Aram in the newspaper's online "Bankruptcy Beat" that same week. In the profile, Aram discussed some of his more interesting cases (including his work representing a boxer in a dispute with Bob Arum's Top Rank and Oscar de la Hoya's Golden Boy Promotions) and Arent Fox's bankruptcy practice on the West Coast.

Aram's articles and publications include:

- "The Practice and Procedure of an Involuntary Bankruptcy Case," *Bankruptcy Litigation Journal*; Spring 2009
- "Bankruptcy Buyer Beware," *ABA Bankruptcy & Insolvency Litigation Subcommittee*; Winter 2008
- "Intervention as a Tool in Bankruptcy Litigation," *California Bankruptcy Journal*, Volume 29, Number 4 2008; also republished in *Bankruptcy Litigation Journal*; Winter 2007
- "Strategic Issues and Choices in Bankruptcy Appeals," *Bankruptcy Litigation Journal*, co-author; Fall 2006

His speaking engagements include:

- Panelist, American Bar Association Annual Meeting, *Sales Free-and-Clear of Liens: Dissident Junior Liens, and More*; July 31, 2009
- Presenter and author of materials, Stevenson Real Estate, *Commercial Insolvency Issues*; April 29, 2008
- Presenter and author of materials, ReMax Optima, *Current Issues in Individual Chapter 11 and Developer Cases*; March 27, 2008
- Keynote speaker and author of materials, Southland Regional Association of Realtors, Inc., *Understanding Bankruptcy and its Effect on Commercial Real Estate*; March 12, 2008
- Presenter and author of materials, Armenian American Real Estate Association, *Bankruptcy Law and its Effect on Real Estate Foreclosure & Short Sales*; March 6, 2008

- Panelist and co-author of materials, Los Angeles Bankruptcy Forum, *Optimal Strategies to Defend & Insulate Preferential Transfers from Avoidance*; October 22, 2007
- Presenter and author of materials, Bankruptcy Roundtable, *Representing Creditors' Committees under the Newly Revised Bankruptcy Code*; November 7, 2006

**Bar and Court Admissions**

California State Courts

US Bankruptcy Courts, California

US District Courts of California

US Court of Appeals, Ninth Circuit

**Education**

Loyola Law School, Los Angeles, JD, 1996

- American Jurisprudence Award for Trial Advocacy; Moot Court Honors Program

California State University, Northridge, BA, 1993



## Andrew C. Udin

Associate  
New York  
202.715.8573  
udin.andrew@arentfox.com

### Practice Teams

Real Estate

### Areas of Focus

Real Estate Transactions  
Acquisitions and Financing  
General Business Counseling

### Practice Areas

Andrew Udin is an associate in the real estate group. He practices primarily in the areas of commercial real estate acquisition, sales, financing, leasing and general corporate transactions, including business counseling.

### Previous Work

Prior to joining Arent Fox, Andrew was an associate at leading national law firm.

### Professional Activities

Andrew is a member of the New York State Bar Association, the American Bar Association and the Association of the Bar of the City of New York.

### Publications/Presentations/Recognitions

While attending law school, Andrew served as the senior note and comment editor of the *American University Law Review*. His article, "Slaying Goliath: The Extraterritorial Application of US Antitrust law to OPEC," was published in the *American University Law Review* in 2001.

### Bar and Court Admissions

District of Columbia Bar  
New York Bar  
New Jersey Bar  
US District Court, Eastern District of New York  
US District Court, Western District of New York  
US District Court, District of New Jersey

### Education

American University Washington College of Law, JD, 2002  
Binghamton University, BA ( magna cum laude; Phi Beta Kappa), 1999

### Life Beyond the Law

Andrew is an avid sports fan and is a devoted supporter of the New York Mets and New York Jets. In his free time, he enjoys live music, traveling, snowboarding and spending time with his family.



## Jeffrey N. Rothleder

Associate  
Washington  
202.828.3472  
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### Practice Teams

Bankruptcy and Financial Restructuring

### Areas of Focus

Bankruptcy  
Creditors' Rights

### Practice Areas

Jeffrey Rothleder is an associate in the financial restructuring and bankruptcy practice group at Arent Fox. Jeff's practice focuses on financial restructuring and workout proceedings on behalf of financially distressed companies or their creditors, including representation of debtors, creditors and creditors' committees, investors and purchasers in in-court and out-of-court restructurings. Jeff represents a wide variety of clients in the enforcement of the entire spectrum of creditors' rights involving secured, unsecured, public or private, and taxable and tax-exempt debt through his work with lenders, individual creditors and official committees in Chapter 11 cases.

Jeff also has experience representing debtors, including the restructuring of large companies through the Chapter 11 process or conducting the orderly liquidating and comprehensive asset sales for a diverse group of companies, with a constant view toward balancing the maximization of recoveries for creditors with the protection of the rights of debtors and sellers.

### Client Work

Jeff's recent representations include:

- The Official Committee of Unsecured Creditors of Fieldstone Mortgage Company in which the United States Bankruptcy Court for the District of Maryland confirmed a plan of reorganization that provides a distribution to unsecured creditors;
- Fannie Mae as the primary secured lender in five separate single-asset bankruptcy cases in various districts across the country;
- The Official Committee of Unsecured Creditors of a distressed hospital where the confirmed plan of reorganization proposes to pay all creditors in full, pending in the Southern District of Texas;
- A debtor-in-possession where the confirmed plan of liquidation paid all creditors in full with interest in the Middle District of Florida;
- The Official Committee of Unsecured Creditors of a developer in which creditors received an allocation of the secured creditors' collateral to satisfy claims;
- A syndicate of secured creditors for a group of affiliated radio stations across the Southeastern United States that resulted in a successful liquidation of the debtors' assets;
- An intellectual property licensor in a dispute involving Delphi Corporation's chapter 11 plan of reorganization and the proposed assumption of the relevant license agreement.

### **Previous Work**

Before joining Arent Fox, Jeffrey was a judicial law clerk for the Honorable Duncan W. Keir of the United States Bankruptcy Court for the District of Maryland. He also practiced at Ober, Kaler, Grimes & Shriner in Baltimore, Maryland where he worked with the creditor's rights and construction law practice groups.

### **Professional Activities**

Jeffrey holds membership in the American Bankruptcy Institute. He is also an active member of several bar associations, including the Federal Bar Association, American Bar Association, Maryland State Bar Association and Maryland Bankruptcy Bar Association.

### **Publications/Presentations/Recognitions**

While attending law school at the University of Maryland, Jeffrey served as articles editor for *The Business Lawyer*.

### **Bar and Court Admissions**

District of Columbia Bar

Maryland Bar

US District Court, District of Maryland

US Court of Appeals, Fourth Circuit

US District Court, District of Columbia

### **Education**

University of Maryland School of Law, JD (with honors; Order of the Coif) 2002

University of Michigan, BA, 1999



## Eric S. Baxter

Associate  
Washington  
202.828.3440  
baxter.eric@arentfox.com

**Practice Teams**  
Intellectual Property  
Litigation

**Areas of Focus**  
Biotechnology  
Environmental

### Practice Areas

Eric Baxter is a senior associate in the firm's litigation department. He has experience with all aspects of complex commercial litigation on a broad range of issues, including those arising in intellectual property, contract, employment, environmental, and regulatory disputes. Some of his more recent matters include obtaining a \$1.4 million dollar judgment for a small business owner in a breach of contract action against the District of Columbia and defending a major US manufacturer against a multimillion dollar claim for trademark infringement.

In addition to his trial work, Eric has significant experience with appellate litigation in both state and federal courts. In recent years he has handled appeals to the DC Court of Appeals and to the US Court of Appeals for the Second, Fourth, Eighth, Ninth, and DC Circuits.

Eric maintains an interest in legal issues that directly impact families and children and actively participates in related pro bono matters. During his time at the firm he has handled adoption proceedings for seven neglected children in the custody of the DC Child and Family Services Agency. In 2007, the firm awarded Eric with its annual Albert E. Arent Pro Bono Award for this work.

### Previous Work

After graduating from law school magna cum laude in 2000, Eric clerked for the Honorable Robert H. Cleland in the US District Court for the Eastern District of Michigan.

### Publications/Presentations/Recognitions

In law school, Eric served as an executive editor of the Brigham Young University, J. Reuben Clark School of Law's *Law Review*.

### Bar and Court Admissions

District of Columbia Bar  
Utah Bar  
US District Court, District of Maryland  
US District Court, Eastern District of Michigan

### Education

Brigham Young University, JD (Order of the Coif), 2000  
Brigham Young University, BA in Russian literature and linguistics (magna cum laude), 1997



## Joanna K. Giasafakis

Associate  
Washington  
202.857.6051  
giasafakis.joanna@arentfox.com

**Practice Teams**  
Real Estate

**Areas of Focus**  
Real Estate Acquisitions & Financings  
Commercial Leasing  
Corporate Transactions

**Practice Areas**

Joanna Giasafakis is an associate in the real estate group of the general business department at Arent Fox. Her areas of practice include commercial real estate acquisitions and financings, commercial leasing, as well as general corporate transactions.

**Previous Work**

Prior to joining Arent Fox, Joanna interned at the Organized Crime and Racketeering Section and the Office of Professional Responsibility at the US Department of Justice and at the Office of the Coordinator for Counterterrorism at the US Department of State. In law school, she worked as a student attorney in the Federal Tax Clinic and as a Note and Comment editor for the *Administrative Law Review*.

**Professional Activities**

Joanna is a member of the American Bar Association and the Maryland State Bar Association.

**Bar and Court Admissions**

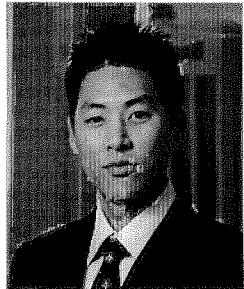
District of Columbia Bar  
Maryland Bar

**Education**

American University Washington College of Law, JD (summa cum laude; Order of the Coif), 2004  
University of Michigan, BA (with distinction), 2000

**Life Beyond the Law**

A native of Denver, Colorado, Joanna enjoys the outdoors and cheering for the Denver Broncos. She also enjoys traveling and has spent time working and studying in Greece, Italy and England.



## Andy S. Kong

Associate  
Los Angeles  
213.443.7554  
kong.andy@arentfox.com

**Practice Teams**  
Bankruptcy and Financial Restructuring

### Practice Areas

Andy Kong is an associate in the bankruptcy and financial restructuring group, where he focuses on bankruptcy and insolvency, reorganization, bankruptcy litigation and appellate matters.

### Previous Work

Prior to joining Arent Fox, Andy was an associate at a boutique bankruptcy law firm, where he handled bankruptcy issues for corporations, high net worth individuals, trustees, debtors, debtors in possession and in workouts, creditors and committees. As trial and appellate counsel, he recently represented a client and professional boxer, where he obtained declaratory judgment and injunctive relief rejecting and terminating the personal services contract for the client.

After law school, Andy served as a judicial clerk to Judge Victoria Kaufman of the US Bankruptcy Court for the Central District of California.

### Professional Activities

Andy is a member of the Los Angeles Bankruptcy Forum and the Los Angeles County Bar Association.

### Publications/Presentations/Recognitions

While attending law school, Andy was notes editor of the Loyola *International Law Review*.

### Bar and Court Admissions

California Bar

### Education

Loyola Law School Los Angeles, JD, (American Jurisprudence Award – Torts; St. Thomas More Law Honor Society), 2005

University of California, Los Angeles, BA, 2001

### Life Beyond the Law

Andy enjoys snowboarding and playing poker. He is fluent in Korean.

## Valerie Webb

Associate  
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### Practice Teams

Litigation  
ERISA

### Practice Areas

Valerie Webb is an associate in the litigation group at Arent Fox where she focuses on complex civil litigation and ERISA controversies.

### Previous Work

Prior to joining Arent Fox, Valerie served as a law clerk to the Honorable William D. Quarles, Jr. of the United States District Court for the District of Maryland. During law school, she spent her summers clerking for the Privacy Rights & Protection Staff of the Centers for Medicare & Medicaid Services and the Office of Chief Counsel for the Internal Revenue Service.

### Professional Activities

Valerie is a member of the American Bar Association.

### Publications/Presentations/Recognitions

While attending law school, Valerie was the senior survey editor of *The Business Lawyer*.

### Bar and Court Admissions

District of Columbia Bar  
Maryland Bar  
US District Court, District of Maryland  
US Court of Appeals, Fourth Circuit

### Education

University of Maryland School of Law, JD (with honors), 2003  
Hope College, BA in psychology (cum laude), 1997

## Aswathi Zachariah

Associate  
Washington  
202.715.8529  
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### Practice Teams

Corporate  
Real Estate

### Practice Areas

Aswathi Zachariah is an associate in the general business department. She represents clients in the acquisition and financing of commercial real estate transactions as well as in general corporate transactions. Aswathi also represents financially distressed companies or their creditors in workout and financial restructuring proceedings.

### Previous Work

Prior to law school, Aswathi, a CPA, worked at PricewaterhouseCoopers LLP in Washington, DC and Denver, Colorado. She focused primarily on conducting financial statement audits of various financial institutions and quasigovernmental corporations.

### Professional Activities

Aswathi is a member of the Maryland State Bar Association, the American Bar Association and the American Bankruptcy Institute. She is also a licensed CPA in Virginia as well as in Colorado (inactive).

### Publications/Presentations/Recognitions

During law school, Aswathi served as a senior staff editor for the *University of Denver Law Review*.

### Bar and Court Admissions

Maryland Bar  
District of Columbia Bar  
US District Court, District of Maryland

### Education

University of Denver, Sturm College of Law, JD, 2006  
University of Colorado, BS, 2000



## **Andrea Campbell**

Washington  
202.857.6424  
campbell.andrea@arentfox.com

### **Practice Teams**

Bankruptcy and Financial Restructuring  
Real Estate

### **Practice Areas**

Andrea Campbell is an associate in Arent Fox's financial restructuring and bankruptcy group. Andrea has experience representing debtors, secured and unsecured creditors, creditors' committees, landlords and indenture trustees in various workout and financial restructuring proceedings.

### **Professional Activities**

Andrea is a member of the American Bankruptcy Institute and the American Bar Association. Andrea is also a licensed real estate agent in Florida.

### **Publications/Presentations/Recognitions**

While attending law school, Andrea was a research editor for the *Florida Journal of International Law*.

### **Bar and Court Admissions**

Florida Bar  
District of Columbia Bar  
Virginia Bar  
US District Court, District of Maryland  
US District Court, District of Columbia

### **Education**

University of Florida, Levin College of Law, JD (cum laude), 2007  
University of Michigan, Ross School of Business, BBA (with distinction), 2004

**Alexander R. Smart**

Associate  
Los Angeles  
213.443.7505  
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**Practice Teams**

Litigation  
Bankruptcy and Financial Restructuring

**Practice Areas**

Alex is an associate in the litigation department and works closely with the bankruptcy and financial restructuring group. His practice includes complex litigation, general commercial litigation, corporate reorganization and bankruptcy issues, copyright and trademark infringement, unfair competition, invasion of privacy/publicity, and employment matters.

**Bar and Court Admissions**

California Bar  
US District Court, Central District of California  
US District Court, Southern District of California

**Education**

Pepperdine University School of Law, JD; 2007  
University of Chicago, BA; 2003

**Life Beyond the Law**

Alex enjoys the outdoors and spends his free time exploring Southern California with his wife, Danya.

Alex is fluent in Portuguese.

## Susan Gordon's Bio

### Education:

Chapman College      Graduate: 1982  
Degree: Bachelor of Arts in Communications

### Experience:

1984-2009      Bryan Cave LLP – Santa Monica, CA  
Paralegal

2009 – Present: Arent Fox LLP -- Los Angeles, CA  
Senior Paralegal

Has Been a Paralegal for over 25 years.

Lisa Indelicato's Bio

**Education:**

Baruch College -- Graduate: 1996  
Degree: Human Resources Management

**Experience:**

2003 – Present: Arent Fox LLP – New York, N.Y.  
Senior Bankruptcy Paralegal

Has Been a Paralegal for 18 years

LA/159920.1

## Nova Constantino's Bio

### Education:

University of Maryland -- Graduate: 1993  
Degree: English

### Experience:

2009 – Present: Arent Fox LLP -- New York, N.Y.  
Senior Bankruptcy Paralegal

Has Been a Paralegal for 16 years

Sheila Linn's Bio

**Education:**

University of Maryland University College – Graduate: 2005  
Undergraduate Degree: Legal Studies/Finance

University of Maryland – Current Student: Graduates in 2010  
Graduate Degree: Real Estate Development

**Experience:**

1997 – 2002  
2005 – Present - Arent Fox LLP, Washington, DC  
Real Estate Specialist

Has Been a Paralegal for 19 years

**NOTE:** When using this form to indicate service of a proposed order, **DO NOT** list any person or entity in Category I. Proposed orders do not generate an NEF because only orders that have been entered are placed on the CM/ECF docket.

## PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is: Arent Fox LLP, Gas Company Tower, 555 West Fifth Street, 48th Floor, Los Angeles, CA 90013.

A true and correct copy of the foregoing document described SECOND INTERIM AND FINAL FEE APPLICATION AND CERTIFICATION OF ARENT FOX LLP, COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner indicated below:

**I. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF")** – Pursuant to controlling General Order(s) and Local Bankruptcy Rule(s) ("LBR"), the foregoing document will be served by the court via NEF and hyperlink to the document. On April 1, 2010 I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following person(s) are on the Electronic Mail Notice List to receive NEF transmission at the email address(es) indicated below:

Service information continued on attached page

**II. SERVED BY U.S. MAIL OR OVERNIGHT MAIL**(indicate method for each person or entity served):

On April 1, 2010 I served the following person(s) and/or entity(ies) at the last known address(es) in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States Mail, first class, postage prepaid, and/or with an overnight mail service addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

**III. SERVED BY PERSONAL DELIVERY, FACSIMILE TRANSMISSION OR EMAIL** (indicate method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on \_\_\_\_\_ I served the following person(s) and/or entity(ies) by personal delivery, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

April 1, 2010

Date

SIMONA FILIP

Type Name

/s/ *Simona Filip*

Signature

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

January 2009

**F 9013-3.1**

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of 38

**ADDITIONAL SERVICE INFORMATION:****I. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF"):**

Herb Baer

rjacobs@ecf.epiqsystems.com

Brian W. Byun on behalf of Debtor Asyst Technologies, Inc.

brian.byun@bakermckenzie.com, terri.mayo@bakermckenzie.com

Schuyler G. Carroll on behalf of Creditor Committee Official Committee Of Unsecured Creditors

carroll.schuyler@arentfox.com

Shawn M. Christianson on behalf of Creditor Oracle USA, Inc.

schristianson@buchalter.com

Patrick M. Costello on behalf of Interested Party Flextronics Corporation

pcostello@bbslaw.com, timothe@bbslaw.com

Michael S. Cryan on behalf of Creditor Committee Official Committee Of Unsecured Creditors

cryan.michael@arentfox.com

Jason Curry on behalf of Interested Party ASML US, INC.

jason.curry@quarles.com

Ashleigh A. Danker on behalf of Creditor KeyBank National Association

adanker@kayescholer.com, mcohen@kayescholer.com

Robert L. Eisenbach on behalf of Interested Party The Peer Group, Inc.

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William L. Foreman on behalf of Creditor HR XCEL, LLC

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Thomas M. Gaa on behalf of Interested Party Seagate Technology LLC

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Janet D. Gertz on behalf of Debtor Asyst Technologies, Inc.

janet.d.gertz@bakernet.com, rayla.d.boyd@bakernet.com

Jennifer J. Hagan on behalf of Interested Party Lam Research Corporation

jhagan@haganlaw.com

Steven B. Haley on behalf of Creditor PEN Associates, a California Partnership  
shaley@groomandcave.com

Frederick D. Holden on behalf of Interested Party Crossing Automation, Inc.  
fholden@orrick.com

Jay W. Hurst on behalf of Creditor Texas Comptroller of Public Accounts  
jay.hurst@oag.state.tx.us, sherri.simpson@oag.state.tx.us

Monique Jewett-Brewster on behalf of Creditor Oracle USA, Inc.  
mjewett-brewster@buchalter.com

Lynette C. Kelly on behalf of U.S. Trustee Office of the U.S. Trustee/Oak  
lynnette.c.kelly@usdoj.gov

Martha Luemers on behalf of Creditor As One Technologies, Inc.  
luemers.martha@dorsey.com, efilingPA@dorsey.com

Mark E. McKeen on behalf of Creditor As One Technologies, Inc.  
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Ali M.M. Mojdehi on behalf of Consultant True Partners Consulting LLC  
Ali.M.M.Mojdehi@bakernet.com

Office of the U.S. Trustee/Oak  
USTPRegion17.OA.ECF@usdoj.gov, ltrojas@hotmail.com

Mark A. Palley on behalf of Creditor Kaiser Foundation Health Plan, Inc.  
mp@marionsinn.com

Steven E. Sherman on behalf of Interested Party Daifuku Co., Ltd.  
sesherman@shearman.com

William L. Siegel on behalf of Creditor 2929 Partners, Ltd  
bsiegel@cowlesthompson.com

Alan D. Smith on behalf of Creditor Intel Corporation  
adsmith@perkinscoie.com, docketsea@perkinscoie.com

Michael St. James on behalf of Creditor Legacy Partners Commercial, Inc.  
ecf@stjames-law.com

Douglas Wolfe on behalf of Creditor ASM Capital III, L.P.  
dwolfe@asmcapital.com

**II. SERVED BY U.S. MAIL:**

U.S. Bankruptcy Court  
Chief Judge Randall J. Newsome  
Attention: Chambers Copies  
P O Box 2070  
Oakland, CA 94604-2070

Asyst Technologies, Inc.  
46897 Bayside Parkway  
Fremont, CA 94538

Lynette C. Kelly  
Office of the U.S. Trustee  
1301 Clay St. #690N  
Oakland, CA 94612

Scouler & Company, LLC  
Attn: Dan Scouler  
1800 Century Park East, Suite 600  
Los Angeles, CA 90067,

Kaye Scholer LLC  
Attn: Sheldon Solow & Harold D. Israel  
Three First National Plaza  
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